



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON FRIDAY, JULY 28, 2023

TO: The Shareholders of Global Hemp Group Inc.

NOTICE IS HEREBY GIVEN THAT the Annual and Special meeting (the “**Meeting**”) of the shareholders of Global Hemp Group Inc. (“**GLOBAL HEMP**”, “**GHG**” or the “**Company**”) will be held at 1083 Roosevelt Crescent, North Vancouver, BC V7P 1M4, on Friday, July 28, 2023 at 11:30 A.M. (PDT) for the following purposes:

1. to receive the audited financial statements of the Company for the years ended September 30, 2021 and September 30, 2022 and the corresponding report of the auditor on those statements;
2. To fix the number of directors for the ensuing year at Four (4);
3. To elect the directors of the Company who will serve until the next annual meeting of Shareholders of the Company;
4. To appoint to appoint DMCL, as the auditor of the Company until the next annual meeting and to authorize the directors to fix their remuneration;
5. To consider, and if deemed advisable adopt a resolution in the form contained within the management information circular, approving the consolidation of the common shares on a maximum basis of up to 25:1 of the Corporation until the next meeting of shareholders;
6. To consider and re-approve the Company’s stock option plan (the “**Stock Option Plan**”);
7. To transact such further or other business as may be properly brought before the Meeting or at any continuation of the Meeting following an adjournment or postponement thereof.

The specific details of the foregoing matters to be put before the meeting are set forth in the management information circular accompanying this notice of meeting (the “**Circular**”).

Notice-and-Access

The Company has chosen to deliver the Notice of Meeting of its Shareholders, this Information Circular and form of proxy forming the proxy-related materials (the “**Proxy Materials**”) using Notice-and-Access provisions, which govern the delivery of proxy-related materials to Shareholders utilizing the internet. Notice-and-Access provisions are found in section 9.1.1 of National Instrument 51-102 – *Continuous Disclosure Obligations* (“**NI 51-102**”) for delivery to registered Shareholders and in section 2.7.1 of National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”) for delivery to beneficial Shareholders (together, “**Notice-and-Access Provisions**”).

Notice-and-Access Provisions allow the Company to choose to deliver Proxy Materials to Shareholders by posting them on a non-SEDAR website (usually the reporting issuer’s website or the website of their transfer agent), provided that the conditions of NI 51-102 and NI 54-101 are met, rather than by printing and mailing the Proxy Materials.

Use of Notice-and-Access Provisions reduces paper waste and the Company’s printing and mailing costs. Under Notice-and-Access Provisions, the Company must send a Notice-and-Access Notice and form of proxy to each Shareholder, including registered and beneficial Shareholders, indicating that the Proxy Materials have been posted and explaining how a Shareholder can access them or obtain a paper copy of the Proxy Materials, including the Information Circular, from the Company. This Information Circular has been posted in full, together with the Notice of Annual General and Special Meeting, the form of proxy, and the Financial Statements Request Form, on the Company’s website at www.globalhempgroup.com/investor-information and on the System for Electronic Document Analysis and Retrieval (“**SEDAR**”) online at www.sedar.com under the Company’s profile.

The Information Circular contains details of matters to be considered at the Meeting. **Please review the Information Circular before voting.**

How to Obtain Paper Copies of the Information Circular

Shareholders may request additional information relating to Notice-and-Access Provisions or a paper copy of the Information Circular be mailed to them at no cost by contacting the Company's registrar and transfer agent, Odyssey Trust Company, via www.odysseycontact.com or by telephone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America).

If you request a paper copy of the Proxy Materials, you will not receive a new form of proxy or VIF. Therefore, you should keep the original form sent to you in order to vote your Shares.

To allow adequate time for a Shareholder to receive and review a paper copy of the Information Circular and then to submit their vote by 11:30 a.m. (PDT) on Wednesday, July 26, 2023, a Shareholder requesting a paper copy of the Information Circular as described above, should ensure such request is received by Odyssey Trust Company no later than 5:00 p.m. (Eastern Time) on Tuesday, July 14, 2023. Under Notice and-Access Provisions, Proxy Materials must be available for viewing for one year from the date of posting and a paper copy of the Proxy Materials can be requested at any time during this period. To obtain a paper copy of the Information Circular after the Meeting date, please contact the Company.

The Notice-and-Access Notice is being provided to Shareholders by the Company, along with the applicable voting document: a form of proxy in the case of registered Shareholders, or a VIF in the case of beneficial (non-registered) holders. Shareholders with existing instructions on their account to receive printed materials will receive a printed copy of the Proxy Materials.

The Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice. Also accompanying this Notice and the Circular is a Request for Financial Statements and form of proxy for use at the Meeting. Any adjourned meeting resulting from an adjournment of the Meeting will be held at a time and place to be specified at the Meeting. Only shareholders of record at the close of business on June 13, 2023 will be entitled to receive notice of and vote at the Meeting.

If you are a registered shareholder but do not wish to, or cannot, attend the Meeting in person, you can appoint someone who will attend the Meeting and act as your proxy holder to vote in accordance with your instructions. If you are unable to attend the Meeting in person, please read the accompanying Circular and enclosed proxy (the "**Proxy**") and then complete, sign, date and return the Proxy, together with the power of attorney or other authority, if required, under which it was signed or a notarized certified copy to the Company's registrar and transfer agent, Odyssey Trust Company, #702 - 67 Yonge Street, Toronto, ON M5E 1J8 at least 48 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournment thereof.

Failure to do so may result in your shares not being voted at the Meeting. Unregistered shareholders who received the Proxy through an intermediary must deliver the proxy in accordance with the instructions given by the intermediary.

DATED at Vancouver, British Columbia, this 21st day of June 2023.

Global Hemp Group Inc.

"Stephen Barnhill Jr."

By: Stephen Barnhill Jr., President & CEO